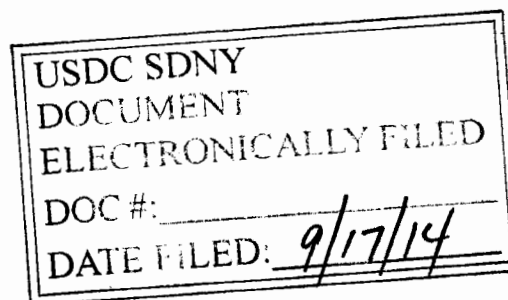


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE THE RESERVE PRIMARY FUND
SECURITIES & DERIVATIVE CLASS
ACTION LITIGATION

No. 08-cv-8060-PGG
(Class Action)

~~REDACTED~~ FINAL DISTRIBUTION ORDER



COMES NOW, this 17th day of September, 2014, upon consideration of the Motion for Entry of Final Distribution Order, the Declaration of Eugene P. Grace, Esquire, Re Claims Administrator Work Performed & Work Remaining To Be Performed ("Grace Declaration") of Crederian Fund Services LLC ("Crederian"), the Claims Administrator and Liquidation Agent, and upon the Stipulation and Agreement of Settlement Dated August 14, 2013 (ECF No. 91-1), as amended by Amendment No. 1 to the Stipulation and Agreement of Settlement Dated August 14, 2013 (ECF No. 94-2; collectively, the "Stipulation"), and upon the Order and Final Judgment entered on January 13, 2014 (ECF No. 112, the "Judgment"), approving the Stipulation, and upon all prior proceedings heretofore had herein and after due deliberation, it is hereby ORDERED as follows:

1. Crederian is ordered to distribute the Cash Contribution to Class Members only, subject to a \$10 minimum distribution, as set forth in paragraph 10 of the Stipulation;
2. The revised post-distribution budget submitted by the Fund's Board on August 20, 2014, pursuant to paragraph 11.b. of the Stipulation is hereby granted. Out of the remaining balance of the assets in the Primary Fund, Crederian shall set aside and deposit in a separate account \$1,910,213.00, to be used for the purposes set forth in that revised post-distribution budget. As set forth in paragraph 11.b. of the Stipulation, any remaining amounts for which a Shareholder distribution is not economically feasible shall be escheated as per applicable law.
3. As soon as practicable, Crederian is ordered to distribute the remaining balance of the assets in the Primary Fund, including any unused amounts remaining in the Net Settlement Fund after all final reimbursements approved by the Mediator are paid out of the Future Defense Fund, to Shareholders in accordance with this Court's pro rata distribution plan in this Court's November 25, 2009 Order in the SEC Action, and all subsequent orders of the Court related to

the pro rata distribution of the Primary Fund, subject to a \$10 minimum distribution, as set forth in paragraph 11 of the Stipulation.

4. The Court finds that the administration of the Settlement and the proposed distribution of the Cash Contribution and the remaining assets of the Primary Fund comply with the terms of the Stipulation and the Plan of Allocation approved by this Court and that all persons involved in the review, verification, calculation, tabulation, or any other aspect of the distribution, or otherwise involved in the administration are released and discharged from any and all claims arising out of such involvement, and each Shareholder, whether or not receiving payment from the distribution, is barred from making any further claim against the Primary Fund beyond the amount allocated to him, her or it.

5. The Court retains jurisdiction over any further application or matter that may arise

in connection with this action.

The Clerk of the Court will terminate the motion (Dkt. No. 117).

Dated: Sept. 17, 2014

BY THE COURT:

Paul G. Gardephe
The Hon. Paul G. Gardephe
United States District Judge